

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLORADO**

Civil Action No.: 04-M-1357

QWEST COMMUNICATIONS INTERNATIONAL INC., a Delaware corporation,

Plaintiff,

v.

CONQWEST, INC., a Massachusetts corporation,

Defendant.

**DEFENDANT CONQWEST, INC.'S MOTION TO DISMISS FOR
LACK OF PERSONAL JURISDICTION**

Defendant, CONQWEST, Inc. ("CONQWEST"), by and through its counsel, Baker and Hostetler LLP, moves this Court for an order dismissing this action for lack of personal jurisdiction pursuant to Fed. R. Civ. P. 12(b)(2). The grounds for this Motion are fully set forth in the Memorandum in Support of this Motion, which accompanies this Motion and is hereby incorporated herein. For its Motion to Dismiss, CONQWEST states the following:

1. Plaintiff Qwest Communications International, Inc. ("Plaintiff") has filed suit against CONQWEST alleging federal claims of trademark infringement, unfair competition, false designation of origin, trademark dilution and denial of trademark registration. Plaintiff has also brought state claims of unfair competition under both Colorado statutory and common law.

2. CONQWEST is a Massachusetts corporation that does not and has never transacted business in Colorado. CONQWEST does not sell any goods or services in the State of

Colorado, has no customers in the State of Colorado, has never purposefully directed its activities toward Colorado and lacks the most basic minimum contacts with Colorado.

3. Plaintiff appears to allege that CONQWEST is subject to the jurisdiction of this Court because CONQWEST operates a site on the World Wide Web accessible by internet visitors who reside in Colorado. However, CONQWEST's website is merely a passive website, through which no business may be transacted, and therefore operation of such a website does not constitute the purposeful direction of activities toward Colorado.

4. Because CONQWEST has no minimum contacts with the State of Colorado and has never at any time purposefully directed any of its activities toward Colorado, this Court lacks personal jurisdiction over CONQWEST, and Plaintiff's Complaint must be dismissed.

5. In addition to its Motion, CONQWEST relies on its Memorandum Brief filed herewith, and the following Exhibits:

Exhibit 1 – Affidavit of Michelle Drolet

WHEREFORE, for the reasons stated herein, CONQWEST, Inc. respectfully requests that Plaintiff's Complaint be dismissed with prejudice.

Dated this 22nd day of July, 2004

BAKER & HOSTETLER LLP



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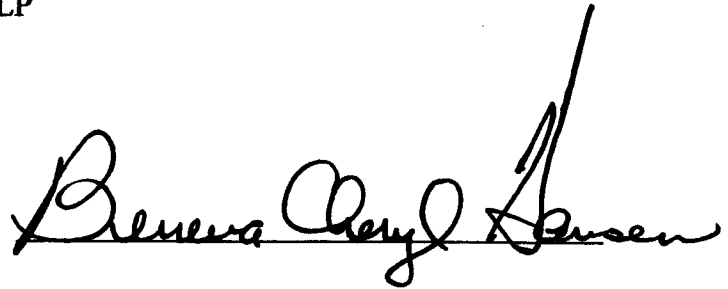
Attorneys for Defendant
CONQWEST, INC.

CERTIFICATE OF SERVICE

I hereby certify that a true and correct of the above and foregoing **DEFENDANT CONQUEST, INC'S MOTION TO DISMISS FOR LACK OF PERSONAL JURISDICTION** and accompanying Memorandum Brief in Support was served by depositing same in the U.S. mail, postage prepaid, on this 22nd day of July, 2004, addressed to the following:

Mark T. Jansen
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Lesley S. Craig
Gretchen Prochaska
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A handwritten signature in black ink, appearing to read "Lesley S. Craig", written over a horizontal line.